



**SPECIAL MEETING OF THE COMMON COUNCIL  
MIDDLETOWN CONNECTICUT  
SEPTEMBER 22, 2014**

**Special Meeting**

The Special Meeting of the Common Council and Board of Education in a joint workshop regarding Shared Financial Services was held in the Conference Room A of the Board of Education Building, 315 Hunting Hill Avenue on Monday, September 22, 2014 at 5:30 p.m.

**Present**

Mayor Daniel T. Drew, Councilman Thomas J. Serra, Councilwoman Mary A. Bartolotta, Councilwoman Hope P. Kasper, Councilman Grady L. Faulkner, Jr., Councilman Carl R. Chisem, Councilman Sebastian N. Giuliano, Councilwoman Sandra Russo Driska, Councilman David Bauer; Board of Education Members Dr. Gene Nocera, Chair, Franca Biales, Ed McKeon, Lynda Szykowitz, Vincent Loffredo, Ava Hart, Superintendent of Schools Dr. Patricia Charles, Assistant Superintendent of Schools Enza Macri and Common Council Clerk Marie O. Norwood.

**Absent**

Corporation Counsel Daniel Ryan, Council Members Deputy Mayor Robert P. Santangelo, Gerald E. Daley, James B. Streeto, Deborah A. Kleckowski; Board of Education Members Vic Chair Sheila Daniels, Cheryl McClellan, Mitchell Wynn.

**Also Present**

Carl Erlacher, City Director of Finance, Michelle DiMauro, and Lynda MacPherson, Business Manager.

**1. Mayor calls meeting to order.**

Chair of the joint meeting, Dr. Nocera calls the meeting to order at 5:31 p.m. He welcomes everyone to this meeting and thanks everyone for being there. He hopes to conclude on or before 7:30.

**2. Workshop Opens**

Dr. Nocera states they will start with a brief history of the shared services history which goes back for two years; they met early on, on how to share services. It is to be more transparent and save taxpayer money and improve cooperation between the City and Board and improve employee output. We looked holistically at potential places to begin shared services and the obvious one was legal services. The City had its own and we through the Council and the Board had its own counsel and it was an area to begin shared service and since we have been doing that, it has saved the town resources and has helped us and has improved the collaboration between the City and the Board. There are educational issues where we have to look to our own counsel, but there was close to \$50,000 – \$100,000 in savings by going to shared services. We talked about a lot of areas that had great potential but clearly recognized that the financial operation between the City and Board needed to be looked at first and it was always at the top of our list. For the reasons I just stated, when you have a unified plan, the shifting of employees gets greatly reduced. We clearly recognized the lack of a unified plan even with the way we managed financially the money in our accounts. There was not a unified plan that was clear between the City and Board and the software had to be at the top of the list and it is not the only issue. We need to get the package soon. We certainly need an improved software platform for the Board and AUC seems to be adequate for what we have to do now. It has taken us two years to get to this point with the MOU. There have been discussions between The City and Board as to what it looks like. We did listen to the recommendations to improve the MOU and we feel it is a great plan and it is a plan that protects both sides and saves money and reduces duplication of services and improves collaboration and builds trust between our employees and improves clarity when we talk about things. There is often confusion between what the Board is dealing with and what the City is asking. We want clarity in our discussions.

Mayor Drew discusses the plan. He thanks everyone for being here, for being part of this, to discuss the agreement before us. We have been working on this a long time. We wanted to move forward with our new found relationship after the lawsuit and as Gene mentioned, we combined some legal services and savings to BOE is approx. \$100,000 a year and we are working together to stop using outside counsel for routine matters. As Gene said we wanted to find a way to eliminate duplication of services and make joint operations efficient and to help become more transparent with the public. We want efficiency and save the taxpayers money. The City would administer the finances of the decisions made by Council and for the Board of Education, the Finance Department at the Board would handle the decisions of the Board. By combining them, we would have more efficiency and over time, take care of the size of the workforce with attrition. In March, after the first workshop, we heard from you that you wanted to hear about staffing issues and we reviewed the agreement and the main changes are a different

software system and using AUC which will save money significantly and to bifurcate the organization of the staff. It will put together the finance system and the policy for running it. It will enable us to see everything from the Board and the Board to see everything from the City and as the process goes on will look at potential staffing and bring that to the Council and Board and the process of merging into one department cannot take place until each ratifies the proposal that comes forward at that time. It takes the relationship of trust between the Council and the Board further and it will help the City better evaluate the requests from the Board and help us understand the funding issues you face and from the Board's perspective, it will make it more transparent and when you propose a budget to this office and the Council, it will be justifiable by pulling up the numbers by finance. It will ultimately help efficiency. It will make us work better and put us on new footing. We live in a different time when these systems were established and when the state separated the Board of Education and City by statute. It is more difficult to pay for the things we need to pay for when there are demands on unfunded mandates and they are growing and are more expensive and we need to find ways to work together within the confines of the statutes we work under.

Dr. Charles states this is important and she brought this forward to the city the first year she came. The City said they would help us to do this. The software is the old system that the City abandoned a long time ago because it doesn't have flexibility or features needed and we can't comply with what you are asking for because the reports don't come out that way. This package is no longer being supported by the company. The Board is asking for transparency as is the Council and that is the goal. The requests from the State are getting more complex. There is duplication of effort in what the City and the Board does in our business office and ultimately there is a way to look at positions across the board and eliminate positions and that would help us be more efficient and ultimately save money. There has to be transparency both ways and item 7 shows full access for both the City and Board. The level of skill; what happens in the Board of Education because of the workload we have so many new people and transfers to different departments, makes it more difficult for the us to fill staff in the business office and by consolidating and removing redundancy, we would do a better job reporting information to you that you request.

Councilman Serra asks to hear from Carl Erlacher, Finance Director for the City and Lynda MacPherson, Business Manager for the Board. Dr. Nocera states we recognize the burden of efficiency for the output of our employees who have been involved with the discussions for the past two years. He asks Carl and Lynda to talk about any of the points brought up so far. Mr. Erlacher states the key is trust and Lynda and I have worked together for 8 years and she is familiar with the system and my staff will work with her in setting up what is needed. Rather than getting on the phone, we are right here. Trust has to go beyond Lynda and I; we have a great rapport, but we need to put procedures in place for future generations. Once it is in the open, everyone can make decisions. Ms. MacPherson states she was one of the first to recommend new software and she knew how difficult the process was and after working with old admins, she knew they had to get new software. Every day we spend doing the annual functions which should be done by the computer is not. We have one person who supports the system and if he takes vacation at the end of the year, we have to wait for his return. He said he tries not to fix one thing and break something else. That is what happens. We get requests and questions from Board of Education and Council and they try to run reports and they have to go to 5 locations to get one report. We can't run staffing reports by location or department. We can't run expenditures and we don't have a revenue module.

Councilman Serra states this system will take care of all this as well as a program for reporting to the State. Ms. MacPherson responds they will have to work with the State. Councilman Serra states we are going to spend \$350,000. Ms. MacPherson states AUC is not her first choice. Councilman Serra states will it work and do the reporting. Ms. MacPherson replies she has not been in the discussions and she hopes they have gotten far enough. Mr. Erlacher states everything he has been told is yes. He continues you have a consultant which was a retired employee and we have one, Mike Tuthill and we knew we were held hostage if we didn't go to a new system. We tried to get the Board to switch, and they chose not to. We tried to do this, years ago, and I would urge you to do so. Councilman Serra states the answer is yes. Mr. Erlacher replies I have not been told it won't. Councilman Serra states it will do what the Board wants. It can be customized. I need that assurance. You will be working with it. Mr. Erlacher responds we have not installed the payroll or human resources module and the finance side works for the city and we were up the first day of the new year. Their service is impeccable. We will make it work. Councilman Serra states this will meet our needs on both sides.

Mayor Drew states yes it will work for their purposes and Lynda touched on one aspect; the Board didn't have a revenue module and asks Lynda to tell what that means to make it work on the antiquated system you are using. In terms of the loss of employee time, this example is illustrative on why the Board of Education needs a new system. Ms. MacPherson responds the City has a revenue side where you can track it along the way and you have the expenditure side and then cash and keep track of it. On my side I have revenue and expenditure comingled and you put in your grant and you have an offside excel spread sheet where you have to enter a check number, then put it back to ADMINIS and to keep track of what you are waiting for, you have to use this offside excel spreadsheet. You put revenue in wherever you need it. All along you have to keep track of revenue on the side.

Dr. Charles it is also the uniform chart of accounts and can you talk about that and ADMINIS to handle that. Ms. MacPherson replies the state is developing this to report to the state all

expenditures with a uniform code and they need to report expenditures by location and employee codes and other types to report on and at the current time, we do no reporting at each location and if I don't have this to do that, we will have to do it manually for each bill every month so we can report by location.

Dr. Nocera states he would take suggestions and allow for questions and a discussion of them. We will take notes on the suggestions. This is critical to the Board of education to do this quickly. You have heard what we are up against to move efficiently to move forward with the package and it is our hope that both bodies can look at this in October. Councilman Serra states the need has been shown. Ms. MacPherson passes around a copy of the State's 24 digit code versus the nine digit code we are using now. Councilman Serra states it shows the need. My opinion if everyone is agreed that we review the agreement to see if there are questions so we can move forward with the MOU.

Board Member Szyrkowicz states the City doesn't do payroll; what is the reason. Mr. Erlacher replies we didn't do it because we didn't know if we were going to use a different program. Ms. Szyrkowicz asks it will do the payroll for the Board. Mr. Erlacher responds we have been assured it would. Councilman Giuliano asks would the AUC system work. When he mentioned Mike Tuthill he spoke to him before the first workshop and he was convinced it would work and he asked that question and was told at the first workshop that AUC won't work. He is uneasy because of this change in position and asks what has changed since then. On Sept. 2 he received a draft consultant agreement from Blum Shapiro and it mentions an 8 -10 week project to evaluate ADMINS and has it been done or has it yet to be done then why are we deciding on ADMINS before this is done. What is the long term commitment to ADMINS and if this is stopgap, it may be better spent on the ultimate system we will use. He remembers when this was implemented. You will remember people were not happy campers and did not like the system. Many of the directors said we should have gotten MUNIS and we didn't because they weren't the lowest bid. I agree something should be done, but I don't want to do something twice and I want to be convinced it is the right thing. Councilman Faulkner asks if this was evaluated. Dr. Nocera responds when we invited Blum Shapiro to speak to us, they clearly indicated that AUC would be able to handle what we were doing on both sides. He was promoting MUNIS because it is the software of choice for other municipalities across the State and double the price and the City is already using AUC and it can be expanded for other operations. There was no discussion that AUC would not be adequate. Mr. Erlacher comments why we went with ADMINS was not because of a low bid and one thing MUNIS could not do is that the reports we have could not roll into MUNIS, but could with ADMINS and everyone here is talking about MUNIS and West Hartford just scrapped it and they went to Microsoft and it is \$1.4 million for the City and Board combined. You need the cost benefit. Councilman Giuliano states he doesn't want to hear AUC is not working. Mr. Erlacher replies it works for the city and we have the history and I can't see why we can't do it for the Board. We have grants and hundreds of funds and it can handle that.

Board Member Franca Biales states she understands the questions being asked and asks what can't we do with AUC that we can't do or can it do everything. Mr. Erlacher responds it does what we need it to do. Ms. MacPherson states she was not involved in the most recent discussions and she is assured that Eldon has had conversations about our needs and they assured him that it will handle what we need and they did not say it would not handle what we need. Councilman Serra asks why Eldon is not here. Councilman Chisem states we needed him here to respond to the concerns. Mayor Drew states Tina Gomes, Diana Doyle, and Eldon spoke with AUC representatives and we have been assured that they can handle us. Mr. Erlacher states the system has been extraordinary for his use and we turned over the new year in a day and we believe it can handle it. There are several towns that use AUC in Connecticut. It will be implemented appropriately and the consultant will help facilitate the project management and help set up uniform policies. There will be a formal process to have people available to launch the project and complete the tasks.

Councilman Bauer states we have two threads and we will, long term, save money but what brings us here today is the deadline imposed by the State. Why we didn't include Blum Shapiro for the workshop he is not sure as well as IT and this deadline is being imposed by the State and does the State with the uniform chart of accounts have they done anything to include a list of software to meet the deadline. I wish the State were here to tell us what solutions they have encountered or met to meet their deadline. Councilman Faulkner states they referred him to our person. If you have a system and questions, then they might help you. Ms. MacPherson states every district is much farther along. Councilman Bauer states if other districts are streaming along and doing this and we take into account that the municipal side may have mandated accounts and long term solution, he would like to be prepared to solve all these things. They will do it to all the municipalities and why are we inventing the wheel when there are others ahead of us, why can't we use their slipstream to catch up.

Mayor Drew states you brought up a lot of good points and we are facing a deadline with the State; it is not the only impetus and it is important that we have an opportunity to bring operations closer, save money, move forward and make poor operations more efficient when funding is restricted and the ability to pay is minimized that we come together to save money and deliver higher services. Too often we try to treat the symptom and not the problem and we are trying to hit the problem because we are not close enough and we need to ensure we maximize our resources and not waste money. This agreement enables us to do all those things. We need to figure out what we need to do. Councilman Bauer states we have multi thread of ideas here and I agree with you. The one point I would make: you brought up the word efficacy. The dollars on

the table are the salaries paid to the workers and if we make a decision short term/long term gets the most efficacies is savings in salaries. The amount spent on the software is so small compared to the savings and the cooperation and I wish we did have the outside people here to look at all of us. The software will change the workers, how they approach technology will have to change, and we have to work everything together. Mayor Drew states this agreement does do that to work with consultant and one another for a course of action for the end goal you are describing and it will come before the board and city.

Councilman Serra states if we don't allocate the money, this will not happen. Councilman Giuliano states there is a ramp up of the deadline and Lynda will implement the system and knowing what we went thorough at City hall, how much of a ramp up time will you need.

Councilwoman Bartolotta asks going back to this working; we are going from 9 digits to a 24-digit code. The system you are utilizing can it go to 24 digits. Mr. Erlacher responds yes. Councilwoman Bartolotta asks if we will use it at the Board of Education and Lynda you are aware of the situation, do you see a difference from there to here with what you have to do. Ms. MacPherson responds no. Councilwoman Bartolotta states we are not reinventing the wheel and in her opinion, she has been doing her homework and as the director stated West Hartford is getting rid of MUNIS and from Councilwoman Russo Driska, you thought MUNIS should be used, but it is not working well for other departments. Maybe this is not the Cadillac, but we can use the system in place and have a smoother transition and we have staff on the City side to help with the transition. She states the uniform of chart of accounts will everyone go to the same code in every district. Ms. MacPherson responds they have codes given to them to use. Councilwoman Bartolotta asks what is the reasoning from the State. Dr. Charles responds for comparison so everyone is using the same code. Councilwoman Bartolotta states what the State is doing will help with transparency. Those were the points and she would like to get the money in place. From her personal point of view, she has been through several transitions of software and it was not easy. I can understand the City with its transition could have had some bumps in the road and working together will come in handy. Mayor Drew states Blum Shapiro is writing the uniform chart of accounts for the State so it will be a smoother process.

Councilman Faulkner asks would Blum Shapiro be the only ones we looked at. He has concerns because are consulting and they are our auditors and they should have told us to get rid of the software a long time ago. Mayor Drew replies because they know both systems intimately, they know our needs and it will be less expensive and made the most sense. Mr. Erlacher comments that every year in the management letter, they made this recommendation. The independence question, they have a separate consulting division separate from their auditing division and they passed the State that it is ethical. Councilwoman Kasper states we talked about whether or not ADMINIS would work and they have said it would take care of our needs and the Council did require a performance bond and we should do it with this project as well. Mayor Drew replies it is an excellent suggestion and would be a good idea when they vote to approve it that we can include the performance bond. Councilman Serra states it should be incremental and if it doesn't succeed, we can back out. Mr. Erlacher states regarding finances; the software is \$285,000 and \$75,000 for Blum Shapiro. We will try to get the \$75,000 down. Councilman Serra asks if it includes training. Mr. Erlacher responds it is in there.

Board Member Vincent Loffredo states the document passed around is from Connecticut. Ms. MacPherson responds yes. He asks who produced it. Ms. MacPherson replies Blum Shapiro. Mr. Loffredo asks if it was MUNIS. Ms. MacPherson states no and explains the coding. Mr. Loffredo states so Blum Shapiro will advise us on the codes to use and the accounts they recommend to use will then be compatible with what the state is looking for. Ms. MacPherson replies yes; Mr. Loffredo states that should be in the document and we have the assurance from AUC. He asks to go through the seven goals to make sure he understands what they are and hoping to achieve.

Mayor Drew states it was done jointly. Dr. Nocera states we utilized the services of Blum Shapiro to develop a plan that brought into account the pieces that we need to put in the MOU. Mr. Loffredo states you understand what they are. Dr. Nocera states they are general. Mr. Loffredo states he knows that. If you go to section 12, the parties end up potentially in arbitration because we don't know what the intention of the MOU means. We are agreeing to very broad goals and not specific objectives. There needs to be we shall do xyz. Dr. Nocera can speak to the spirit. Mr. Loffredo states he knows the spirit but section 12, an arbitration process and you look at that. We have the consultant writing the goals and we don't know what they mean and he is concerned about it and is in favor of everything else. He wants to know what 12 means and we spend money in some arbitration and how do we measure if we are in compliance. He sees the convoluted nature and it is disturbing and recommends it be stricken and what he doesn't see in the agreement is any role of the members of the Board of Education or Council is playing in this and it is a mistake. We have a joint financial service committee of the Board of Education and Council and we can meet and deliberate and have a process here.

Mayor Drew states we have several documents here and all your concerns can be addressed. Blum Shapiro does propose a steering committee to put together Board and Council members. Mr. Loffredo states he would like that in the agreement. This agreement references the engagement of Blum Shapiro, so it is there. In terms of the goals and how they relate to #12. In general we will work on these together. The (paragraph) Now therefore lays out specifically what we will do and what will be done. Some of this will have to be determined as we go along which is why we will have a steering committee and why they broke out a separate vote to decide on the

recommendations that come out of the process. You could have a different interpretation, but reasonable people can come up with the same interpretation. Number 12 was brought up at the first workshop and we did go over it.

Councilman Serra states he has another meeting and I have to leave and he will sponsor the appropriation of \$355,000 at the next meeting. And I have faith in everyone. He leaves the meeting at 6:50 p.m.

Dr. Nocera states you asked about the seven goals that they were general and that was our intention because it is a plan we envisioned taking both bodies through with mutual recommendations and both Counsel on City side and Board and the likelihood of 12 being a factor was very unlikely but there had to be a structure to resolve a dispute if there was one down the road. Mr. Loffredo states it is in perpetuity. Dr. Nocera responds yes. Mr. Loffredo asks if we know what the standards are. Dr. Nocera responds we thought it was a good plan.

Councilman Giuliano states Mr. Loffredo has hit on something and the document refers to a consultant and it is not identified or how a successor consultant will be picked if they can't carry out the duties and you can end up with the can of worms. Mayor Drew states there is a mechanism under 1. Councilman Giuliano states it is to pay for consulting services. Mayor Drew replies it also says select. He discusses the lawsuits that the City and Board dealt with. Mr. Loffredo states you are out of line with those comments. You are taking action because of a former Superintendent and Board. It does not recognize the parties and that the Board of Education and Council needs to have a bigger role. There is no ongoing role and it needs to be incorporated. The Council has Finance and Government Operations while the Board of Education has a Budget Committee and they should have major responsibility in oversight of this agreement. That is missing and needs to be included. We need the dialogue.

Councilwoman Russo Driska wants to make sure on the Board's side and she was there when AUC was implemented and there were a lot of problems and issues and the last workshop we said MUNIS. Cott uses MUNIS which was the number one system; I had direct experience and it was not easy and there are glitches that need to be addressed and if the City has some problems and if we implement on the Board side may see the issues. She discusses a recent problem in the Town Clerk's Office regarding grants. Mr. Erlacher states the first question, there is a screen with permission codes of who can see what and who will have read only and maybe she was not checked to read or modify and that needs to be checked. When you have a software system as old as they had like the City had to do, there will be pain whether it is into MUNIS or AUC. There is no bridge. There will be pain for everyone just like the City. The customer service is excellent and it is a process. Councilwoman Russo Driska states who handles the IT side; isn't it Mike Tuthill. Mr. Erlacher replies he did ADMINIS and he is now phased out. We call AUC and the vendor handles any problems. Councilwoman Driska states AUC should be held to a high standard to implement everything they need on the BOE side. Mr. Erlacher states it is not plug and play and it will be a process. Councilwoman Bartolotta states change is difficult. You will have steps and humans are implementing it and there will be mistakes and in the end, I don't see why it wouldn't work and going back to Councilwoman Kasper's comments, we need something in the contract to make them back up their statements. Mayor Drew replies it will be in the resolution.

Dr. Charles states you looked at all the packages and came down with MUNIS and you spoke to your colleagues; have they used AUC and you can talk to them about implementation glitches. Dr. Charles states that is information we can bring back to the Board and Council. She asks if the City had help to load the data and Lynda can't do that function. Mr. Erlacher states we did it in-house. He continues it is built into the agreement because we knew her staff would have not the time to do the conversion. They discuss the dollar figure. Dr. Charles we have to make sure that is enough. Councilwoman Bartolotta responds there is a contingency. Councilwoman Kasper asks the meaning on the MOU page 2, number 3 and a full floor vote. Mayor Drew states after studying how we want the Finance Department to look, the proposal will be brought to both the Board of Education and Council and both have to ratify it affirmatively.

Board Member Hart states in regard to the MOU, what was the rationale for the selection of the consultant and what is the criteria. Mayor Drew responds they are one and the same and this consultant is Blum Shapiro and they conduct the audits for the City and Board of Education and they are writing the chart of accounts for the state and their consulting and auditing divisions are independent. They know our staff and the staff at the Board and know the intricacy of both departments. Dr. Nocera states the history to number 12, back when we were trying to get the City and Board to communicate more with a monthly accounting of funds that were being exchanged there was some dispute on how those would be reconciled and so with the auditor at the time, we established an agreement between Blum Shapiro with the Board and if there is an issue for reconciliation between City and Board they would look to the consultant and both parties agreed to it and it never has been used.

Mr. Loffredo asks for copies of that agreement. Mr. Erlacher replies it is still going on. Prior to this, there were a lot of issues. Mr. Loffredo asks about some of the issues. Mr. Erlacher replies like the health insurance consultant, we split 50/50 but before there were tons of arguments when we allocated funding for these things. Mr. Loffredo states that came about through dialog. Mr. Erlacher states yes. Dr. Nocera states we put the structure in, if there were a dispute in the future. Mr. Loffredo asks about Blum Shapiro. He asks what we are paying them. Mr. Erlacher replies they are appointed after the election and doesn't know the amount off the top of his head.

Mr. Loffredo asks if board members have seen the document. Mayor Drew responds he will make sure to get copies to you.

Board Member McKeon states two things are on the table: buying software and the MOU which is controversial. The most pressing issue is the software and the other issue is to address the MOU and his question is why are they connected and can they be disconnected and then work on this MOU. Dr. Nocera states it was our goal to develop a plan that both bodies recognize the need for all the variables which is improving the output of employees, improving transparency and saving taxpayer money. Software is one of the variables and it is not the most important. We need to get it in place soon, but the important piece is to share staff and improve efficiency. It works with legal services and it can work and exceed our expectations for the Board and City to move in this direction. Councilman Giuliano states until we understand each other's operations, any discussion of sharing staff and merging departments is speculation. You start by getting a common platform and can at least speak the same language. Mayor Drew replies that is what the document says. Councilman Giuliano states what if the recommendation is not to merge. Mayor Drew responds that is why the Board and Council can exercise their due diligence and their own responsibility to vote on it. It is possible that it frees up administrative money that could go into student program. This is why we are engaging in this process and where we can eliminate duplication of services for your goals statutorily. Mr. McKeon states he doesn't disagree and if I understand what you are saying in purchasing the software and if he sees this at the next meeting that we will buy the software it will make me feel comfortable. Mayor Drew states if the Council approves the money and agreement we will engage the company to start the work with us. One of the reasons we don't have the dates is because we didn't know when it would be ratified. Mr. McKeon he is not sure we are in agreement with MOU and the next meeting it will not happen and no one disagrees buying the software is essential. My worry is we talked about bonding a year ago and we spent a year in which we have been asked for lots of reports and we could not provide them and we have been painted as villains and we have an antiquated system. Mayor Drew states the agreement calls for getting the software in place and seeing the joining as a priority. This agreement sets forth a process to study that and make a recommendation and then the Board of Education and Council will either ratify or reject the recommendations. If the product comes out of the planning process, great and if it doesn't, the Council and Board will reject it. Mr. McKeon states it is not binding us; but to a process. Mayor Drew Responds we are bound to setting down how the Board and City departments can come together and both are required to take a vote. There is a specific section and at the end of the study process, number 14 kicks into place. The Board and City have full authority to accept or reject and will independently exercise their judgment. We will still have a joint software system and what we are committed to is a joint system and then a process to study and determine how to put things together without being bound to put them together.

Board Member Biales asks can you explain number 13. Mayor Drew states it means should these things go into effect, there is a three year buffer period so both the Board and City can vote to separate. If both vote to put finance together, they are together for 3 years and if it is not working after 3 years, if they both agree, they can separate.

Councilwoman Bartolotta asks what happens next. Mayor Drew replies it will be on October's agenda. Councilman Giuliano states we could pass the appropriation even if the Board hasn't dealt with it. Mayor Drew thinks it is a poor idea. It would subvert the goals of the agreement. If we are going to do this, we need to look at the process as well, so we do right by our taxpayers. This commits us to the investigation of the best way to look at the finance departments. Dr. Nocera states the spirit of the MOU was to build a process that puts us on a journey of shared services in these important areas. If we just purchase the software, the chances of moving to build a plan would be reduced significantly. We need a structure with a front end vote and a back end vote to look at the recommendations and that is a clear process. I believe we are ready to do this; the City is ready to do this. Councilwoman Bartolotta states you will be ready to have the MOU for October. Dr. Nocera states he will talk to the Mayor about the ideas suggested to include in the MOU. Mayor Drew responds that after tonight, everyone has asked questions. The Council wanted to wait until tonight and postponed action on this until the October meeting and it will be on the regular October meeting and it will be for the Board in October and they will act on a resolution on the MOU.

Assistant Superintendent of Schools, Enza Macri states her concern we don't have the resources to do the job and if one or the other doesn't agree, we don't get our mandated system. This is taking away from our students. Mayor Drew states that is why we are here. Councilwoman Bartolotta wants to move forward with this. She is on board with doing this. The MOU go through it and the suggestions need to be in it and we can move forward with it. I will be on board at the October meeting and at the same time, the Board needs to move forward.

Dr. Charles asks if it doesn't go forward what happens. Mayor Drew states everyone had legitimate concerns and we are here to ask questions and clarify things. These are important questions to get out and this is a dense agreement and we should have these discussions. This is a positive thing and everyone is taking seriously their responsibilities. I am glad we are here doing this and appreciates everyone's ideas and thoughts; we can get to a better end goal. You are binding us to do this if you ratify the agreement and it is increased transparency and studying and proposing something down the line.

Councilwoman Bartolotta going back to the MOU what question is not being asked if you don't think it will come out of the Board of Education. Councilman Bauer states he senses a general

consensus but every party that can make the MOU come together, what it means is we have to get started and if it is not a perfect document, it can be amended. I would suggest it is tough to get a gang together, if we had a working group, we can have these conversations and keep this moving along and it would improve the change to meet the first deadline and meet the big picture. Councilwoman Kasper asks if there is something in this agreement that a Board member has that we can talk about now. Board Member Loffredo states the role of the consultant and there is a document that has this in place. Councilwoman Bartolotta states because of the scheduled meetings, I am getting a feeling we are missing something, if there is a question, ask it now so we are not in a whirlwind. Mr. Loffredo responds he raised the issue of number 13; everything stays in place regardless for number 14 and the unnamed consultant is in perpetuity. The Board members never saw this and we don't know the role of the consultant. Councilwoman Russo Driska asks who has this information and the Council did get it. Dr. Nocera replies he never saw the draft. Councilwoman Driska states you had the MOU but not the draft and it is part and parcel and she is concerned and this is why we spin our wheels. Why didn't they not have the pertinent documents; she asks the mayor. Mayor Drew replies he thought everyone had the document. Councilwoman Bartolotta raised the questions and asked for the document from Finance and Government Operations. My next question we are aware of the document and it has been sent to Superintendent and Mr. Loffredo and you will want time, is there a question.

Dr. Nocera states we will encourage language to include a committee should disputes arise and that would have to be integrated and use the consultant on as needed basis and the performance bond. Councilman Giuliano states as he read it, it is ambiguous and appears related to the software package and not shared services and one could conclude services and product from one vendor. If Blum Shapiro is the consultant it should be named and how to name successor consultant. Mayor Drew responds we are not going to renegotiate and we have; he has been jotting the suggestions down and they will update the agreement and send you a copy. He asks that they get the suggestions in as soon as possible. Councilwoman Bartolotta states if we can narrow the questions, it will help the discussion. Mayor Drew states they will add in a steering committee and put into the agreement and it won't be a problem to specify a successor for any consultant services down the line. Councilman Giuliano states if the two documents coexist then a reference clause should be in both. Mayor Drew states this is a draft proposal and it would be better to keep separate.

Ms. Biales states we need to look at number 13; if one party is dissatisfied we don't have a say at the Board. They negotiated this over 11 months and came to a consensus jointly that if we are putting up this money and effort that the agreement had stability. It would be chaotic if one party could separate immediately. If we decide jointly to separate it would give us the opportunity to set forth a plan to achieve the goal. Our consultant talked about 36 months as a minimum commitment as the general understanding. Mr. McKeon asks was the Board's attorney involved. Mayor Drew replies yes. Councilwoman Bartolotta asks if the BOE could meet before October 6 to discuss the documents so if you have any questions that you can bring it to us before our vote. Dr. Nocera replies it can go to their budget committee and they can invite the other members. Mr. Loffredo comments at this point we know who the consultant is and you should name the consultant in the document. Ms. Hart asks is there anything in the draft that speaks to ongoing communication. Councilwoman Russo Driska replies it is a committee. Ms. Hart asks how will information be sent and to whom. Mr. Loffredo states it should be in the agreement. Mayor Drew states you had the original draft in March and the updated copy in August and to date, he has heard from three people. If anyone has questions and suggestions or anything to discuss, please feel free to call Joe or me or Pat or Gene we will make ourselves available. Mr. Loffredo states the use of the work consistent in Number 8 of the MOU it should be more specific and should say not in violation. He also states that in number 5 it says set forth in paragraph 11; it should be 12.

#### **Meeting Adjourns**

Chair Nocera calls for a motion to adjourn. Councilman Bauer so moves and is seconded by Councilwoman Bartolotta. The vote is unanimous. The Chair adjourns the meeting at 7:51 p.m.

ATTEST:

MARIE O. NORWOOD  
COMMON COUNCIL CLERK